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8 Attorneys for Defendants GRAPHGRID, INC.  
9 and ATOMRAIN INC.

10 UNITED STATES DISTRICT COURT  
11 NORTHERN DISTRICT OF CALIFORNIA  
12 SAN JOSE DIVISION

13 NEO4J, INC., a Delaware corporation, and  
14 NEO4J SWEDEN AB, a Swedish corporation,

15 Plaintiffs,

16 v.

17 GRAPH FOUNDATION, INC., an Ohio  
18 corporation, GRAPHGRID, INC., and  
19 ATOMRAIN INC., a Nevada corporation,

20 Defendants.  
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Case No.: 5:19-cv-06226-EJD

**DEFENDANTS GRAPHGRID, INC. AND  
ATOMRAIN INC.'S ANSWER TO FIRST  
AMENDED COMPLAINT**

1  
2 Defendants GraphGrid, Inc. and AtomRain Inc. (collectively “Defendants”) hereby answer  
3 Plaintiffs Neo4j, Inc. and Neo4j Sweden AB’s First Amended Complaint for: (1) Trademark  
4 Infringement; (2) False Advertising and False Designation of Origin; (3) Federal and State Unfair  
5 Competition; (4) Violations of the DMCA; and (5) Breach of License Agreement, as follows:

6 1. Defendants lack knowledge and information sufficient to form a belief as to the  
7 allegations contained in Paragraph 1 and on that basis deny them.

8 2. Defendants lack knowledge and information sufficient to form a belief as to the  
9 allegations contained in Paragraph 2 and on that basis deny them.

10 3. Defendants lack knowledge and information sufficient to form a belief as to the  
11 allegations contained in Paragraph 3 and on that basis deny them.

12 4. Defendants lack knowledge and information sufficient to form a belief as to the  
13 allegations contained in Paragraph 4 and on that basis deny them.

14 5. Defendants admit that that Defendant Graph Foundation, Inc. (“GFI”) is a  
15 corporation that is incorporated in Ohio and has its principal place of business at 111 S. Buckeye  
16 St., Suite LL1 Wooster, Ohio; and that GFI is a not-for-profit corporation and open source  
17 software development company that offers graph platform software called ONgDB. Except as  
18 specifically admitted, Defendants lack knowledge and information sufficient to form a belief as to  
19 the allegations contained in Paragraph 5 and on that basis deny them.

20 6. Defendants deny that GFI was conceived of or formed by John Mark Suhy.  
21 Defendants admits the remaining allegations of paragraph 6.

22 7. Admitted.

23 8. Defendants deny that GraphGrid competes with Neo4j USA. Defendants lack  
24 knowledge or information sufficient to form a belief as to the truth of the allegation that  
25 GraphGrid competes with Solution Partners and, on that basis, denies the allegation. Defendants  
26 admit that GraphGrid offers products and services for users of ONgDB and admits that  
27 GraphGrid’s GraphGrid Connected Data Platform is a Platform-as-a-Service offering that can be  
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1 used with ONgDB. Defendants lack knowledge and information sufficient to form a belief as to  
2 the allegations that the GraphGrid Connected Data Platform is “built around GFI’s ONgDB” and  
3 on that basis deny them. Defendants lack knowledge and information sufficient to form a belief as  
4 to the allegations that GraphGrid openly promotes ONgDB over “official Neo4j(r) graph program  
5 software to actual and potential customers” and on that basis deny them. Defendants lack  
6 knowledge and information sufficient to form a belief as to the allegations that Exhibit 5 is a copy  
7 of a page of GraphGrid’s website, and on that basis deny them. Defendants admit that Exhibit 6 is  
8 a copy of a page from GraphGrid’s Support Terms. Except as specifically admitted, Defendants  
9 lack knowledge and information sufficient to form a belief as to the allegations contained in  
10 Paragraph 8 and on that basis deny them.

11 9. Admitted.

12 10. Defendants deny that AtomRain LLC operates as a holding company for  
13 GraphGrid. Defendants lack knowledge and information sufficient to form a belief as to the  
14 allegations that AtomRain LLC is a shell entity maintained by the Nussbaums, and on that basis  
15 deny them. Defendants admit the remaining allegations in Paragraph 10.

16 11. Defendants deny that AtomRain Inc. competes with Neo4j USA. Defendants lack  
17 knowledge and information sufficient to form a belief as to the allegations that AtomRain Inc.  
18 competes with Solution Partners, and on that basis deny them. Defendants admit the remaining  
19 allegations in Paragraph 11.

20 12. Admitted.

21 13. Admitted.

22 14. Defendants admit that Bradley Nussbaum is the co-founder and CEO of GFI,  
23 GraphGrid and ARI, and that Benjamin Nussbaum is a co-founder and CTO of GraphGrid and  
24 ARI. Except as specifically admitted, Defendants lack knowledge and information sufficient to  
25 form a belief as to the allegations contained in Paragraph 14 and on that basis deny them.

26 15. Denied.

27 16. Denied.

1           17.     Denied.

2           18.     Denied.

3           19.     Denied.

4           20.     Denied.

5           21.     Denied.

6           22.     Paragraph 22 states legal conclusions to which no response is required. To the  
7 extent a response is required, Defendants deny the allegations contained in Paragraph 22.

8           23.     Denied.

9           24.     Paragraph 24 states legal conclusions to which no response is required. To the  
10 extent a response is required, Defendants deny the allegations contained in Paragraph 24.

11          25.     Paragraph 25 states legal conclusions to which no response is required. To the  
12 extent a response is required, Defendants deny the allegations contained in Paragraph 25.

13          26.     Defendants lack knowledge and information sufficient to form a belief as to the  
14 allegations contained in Paragraph 26 and on that basis deny them.

15          27.     Defendants lack knowledge and information sufficient to form a belief as to the  
16 allegations contained in Paragraph 27 and on that basis deny them.

17          28.     Defendants lack knowledge and information sufficient to form a belief as to the  
18 allegations contained in Paragraph 28 and on that basis deny them.

19          29.     Defendants lack knowledge and information sufficient to form a belief as to the  
20 allegations contained in Paragraph 29 and on that basis deny them.

21          30.     Defendants lack knowledge and information sufficient to form a belief as to the  
22 allegations contained in Paragraph 30 and on that basis deny them.

23          31.     Defendants lack knowledge and information sufficient to form a belief as to the  
24 allegations contained in Paragraph 31 and on that basis deny them.

25          32.     Defendants deny that the AGPLv3 + Common Cause license is valid. Defendants  
26 lack knowledge and information sufficient to form a belief as to the remaining allegations  
27 contained in Paragraph 32 and on that basis deny them.

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1           33.     Defendants lack knowledge and information sufficient to form a belief as to the  
2 allegations contained in Paragraph 33 and on that basis deny them.

3           34.     Defendants lack knowledge and information sufficient to form a belief as to the  
4 allegations contained in Paragraph 34 and on that basis deny them.

5           35.     Defendants lack knowledge and information sufficient to form a belief as to the  
6 allegations contained in Paragraph 35 and on that basis deny them.

7           36.     Defendants lack knowledge and information sufficient to form a belief as to the  
8 allegations contained in Paragraph 36 and on that basis deny them.

9           37.     Defendants lack knowledge and information sufficient to form a belief as to the  
10 allegations contained in Paragraph 37 and on that basis deny them.

11          38.     Defendants lack knowledge and information sufficient to form a belief as to the  
12 allegations contained in Paragraph 38 and on that basis deny them.

13          39.     Defendants lack knowledge and information sufficient to form a belief as to the  
14 allegations contained in Paragraph 39 and on that basis deny them.

15          40.     Defendants lack knowledge and information sufficient to form a belief as to the  
16 allegations contained in Paragraph 40 and on that basis deny them.

17          41.     Defendants lack knowledge and information sufficient to form a belief as to the  
18 allegations contained in Paragraph 41 and on that basis deny them.

19          42.     Defendants lack knowledge and information sufficient to form a belief as to the  
20 allegations contained in Paragraph 42 and on that basis deny them.

21          43.     Defendants lack knowledge and information sufficient to form a belief as to the  
22 allegations contained in Paragraph 43 and on that basis deny them.

23          44.     Defendants lack knowledge and information sufficient to form a belief as to the  
24 allegations contained in Paragraph 44 and on that basis deny them.

25          45.     Defendants lack knowledge and information sufficient to form a belief as to the  
26 allegations contained in Paragraph 45 and on that basis deny them.

27          46.     Defendants lack knowledge and information sufficient to form a belief as to the  
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1 allegations contained in Paragraph 46 and on that basis deny them.

2 47. Defendants lack knowledge and information sufficient to form a belief as to the  
3 allegations contained in Paragraph 47 and on that basis deny them.

4 48. Defendants lack knowledge and information sufficient to form a belief as to the  
5 allegations contained in Paragraph 48 and on that basis deny them.

6 49. Defendants lack knowledge and information sufficient to form a belief as to the  
7 allegations contained in Paragraph 49 and on that basis deny them.

8 50. Defendants lack knowledge and information sufficient to form a belief as to the  
9 allegations contained in Paragraph 50 and on that basis deny them.

10 51. Defendants lack knowledge and information sufficient to form a belief as to the  
11 allegations contained in Paragraph 51 and on that basis deny them.

12 52. Defendants lack knowledge and information sufficient to form a belief as to the  
13 allegations contained in Paragraph 52 and on that basis deny them.

14 53. Defendants lack knowledge and information sufficient to form a belief as to the  
15 allegations contained in Paragraph 53 and on that basis deny them.

16 54. Defendants lack knowledge and information sufficient to form a belief as to the  
17 allegations contained in Paragraph 54 and on that basis deny them.

18 55. Defendants lack knowledge and information sufficient to form a belief as to the  
19 allegations contained in Paragraph 55 and on that basis deny them.

20 56. Paragraph 56 states legal conclusions to which no response is required. To the  
21 extent a response is required, Defendants deny the allegations contained in Paragraph 56.

22 57. Defendants lack knowledge and information sufficient to form a belief as to the  
23 allegations contained in Paragraph 57 and on that basis deny them.

24 58. Paragraph 58 states legal conclusions to which no response is required. To the  
25 extent a response is required, Defendants deny the allegations contained in Paragraph 58.

26 59. Defendants lack knowledge and information sufficient to form a belief as to the  
27 allegations contained in Paragraph 59 and on that basis deny them.

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1           60.     Defendants lack knowledge and information sufficient to form a belief as to the  
2 allegations contained in Paragraph 60 and on that basis deny them.

3           61.     Defendants lack knowledge and information sufficient to form a belief as to the  
4 allegations contained in Paragraph 61 and on that basis deny them.

5           62.     Defendants lack knowledge and information sufficient to form a belief as to the  
6 allegations contained in Paragraph 62 and on that basis deny them.

7           63.     Defendants lack knowledge and information sufficient to form a belief as to the  
8 allegations contained in Paragraph 63 and on that basis deny them.

9           64.     Defendants lack knowledge and information sufficient to form a belief as to the  
10 allegations contained in Paragraph 64 and on that basis deny them.

11          65.     Defendants lack knowledge and information sufficient to form a belief as to the  
12 allegations contained in Paragraph 65 and on that basis deny them.

13          66.     Defendants lack knowledge and information sufficient to form a belief as to the  
14 allegations contained in Paragraph 66 and on that basis deny them.

15          67.     Defendants lack knowledge and information sufficient to form a belief as to the  
16 allegations contained in Paragraph 67 and on that basis deny them.

17          68.     Defendants lack knowledge and information sufficient to form a belief as to the  
18 allegations contained in Paragraph 68 and on that basis deny them.

19          69.     Defendants lack knowledge and information sufficient to form a belief as to the  
20 allegations contained in Paragraph 69 and on that basis deny them.

21          70.     Defendants lack knowledge and information sufficient to form a belief as to the  
22 allegations contained in Paragraph 70 and on that basis deny them.

23          71.     Defendants lack knowledge and information sufficient to form a belief as to the  
24 allegations contained in Paragraph 71 and on that basis deny them.

25          72.     Defendants lack knowledge and information sufficient to form a belief as to the  
26 allegations contained in Paragraph 72 and on that basis deny them.

27          73.     Defendants lack knowledge and information sufficient to form a belief as to the  
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1 allegations contained in Paragraph 73 and on that basis deny them.

2       74. Defendants lack knowledge and information sufficient to form a belief as to the  
3 allegations contained in Paragraph 74 and on that basis deny them.

4       75. Defendants lack knowledge and information sufficient to form a belief as to the  
5 allegations contained in Paragraph 75 and on that basis deny them.

6       76. Defendants lack knowledge and information sufficient to form a belief as to the  
7 allegations contained in Paragraph 76 and on that basis deny them.

8       77. Denied.

9       78. Defendants incorporate by reference their responses to Paragraphs 1-77.

10       79. Defendants lack knowledge and information sufficient to form a belief as to the  
11 allegations contained in Paragraph 79 and on that basis deny them.

12       80. Defendants lack knowledge and information sufficient to form a belief as to the  
13 allegations contained in Paragraph 80 and on that basis deny them.

14       81. Defendants lack knowledge and information sufficient to form a belief as to the  
15 allegations contained in Paragraph 81 and on that basis deny them.

16       82. Defendants lack knowledge and information sufficient to form a belief as to the  
17 allegations contained in Paragraph 82 and on that basis deny them.

18       83. Defendants lack knowledge and information sufficient to form a belief as to the  
19 allegations contained in Paragraph 83 and on that basis deny them.

20       84. Defendants lack knowledge and information sufficient to form a belief as to the  
21 allegations contained in Paragraph 84 and on that basis deny them.

22       85. Defendants lack knowledge and information sufficient to form a belief as to the  
23 allegations contained in Paragraph 85 and on that basis deny them.

24       86. Defendants lack knowledge and information sufficient to form a belief as to the  
25 allegations contained in Paragraph 86 and on that basis deny them.

26       87. Defendants lack knowledge and information sufficient to form a belief as to the  
27 allegations contained in Paragraph 87 and on that basis deny them.

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1           88.     Defendants lack knowledge and information sufficient to form a belief as to the  
2 allegations contained in Paragraph 88 and on that basis deny them.

3           89.     Defendants lack knowledge and information sufficient to form a belief as to the  
4 allegations contained in Paragraph 89 and on that basis deny them.

5           90.     Defendants lack knowledge and information sufficient to form a belief as to the  
6 allegations contained in Paragraph 90 and on that basis deny them.

7           91.     Defendants incorporate by reference their responses to Paragraphs 1-90.

8           92.     Defendants lack knowledge and information sufficient to form a belief as to the  
9 allegations contained in Paragraph 92 and on that basis deny them.

10          93.     Defendants lack knowledge and information sufficient to form a belief as to the  
11 allegations contained in Paragraph 93 and on that basis deny them.

12          94.     Defendants lack knowledge and information sufficient to form a belief as to the  
13 allegations contained in Paragraph 94 and on that basis deny them.

14          95.     Defendants lack knowledge and information sufficient to form a belief as to the  
15 allegations contained in Paragraph 95 and on that basis deny them.

16          96.     Defendants lack knowledge and information sufficient to form a belief as to the  
17 allegations contained in Paragraph 96 and on that basis deny them.

18          97.     Defendants lack knowledge and information sufficient to form a belief as to the  
19 allegations contained in Paragraph 97 and on that basis deny them.

20          98.     Defendants lack knowledge and information sufficient to form a belief as to the  
21 allegations contained in Paragraph 98 and on that basis deny them.

22          99.     Defendants incorporate by reference their responses to Paragraphs 1-98.

23          100.    Defendants lack knowledge and information sufficient to form a belief as to the  
24 allegations contained in Paragraph 100 and on that basis deny them.

25          101.    Defendants lack knowledge and information sufficient to form a belief as to the  
26 allegations contained in Paragraph 101 and on that basis deny them.

27          102.    Defendants lack knowledge and information sufficient to form a belief as to the  
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1 allegations contained in Paragraph 102 and on that basis deny them.

2 103. Defendants lack knowledge and information sufficient to form a belief as to the  
3 allegations contained in Paragraph 103 and on that basis deny them.

4 104. Defendants lack knowledge and information sufficient to form a belief as to the  
5 allegations contained in Paragraph 104 and on that basis deny them.

6 105. Defendants lack knowledge and information sufficient to form a belief as to the  
7 allegations contained in Paragraph 105 and on that basis deny them.

8 106. Defendants incorporate by reference their responses to Paragraphs 1-105.

9 107. Defendants lack knowledge and information sufficient to form a belief as to the  
10 allegations contained in Paragraph 107 and on that basis deny them.

11 108. Defendants lack knowledge and information sufficient to form a belief as to the  
12 allegations contained in Paragraph 108 and on that basis deny them.

13 109. Defendants lack knowledge and information sufficient to form a belief as to the  
14 allegations contained in Paragraph 109 and on that basis deny them.

15 110. Defendants lack knowledge and information sufficient to form a belief as to the  
16 allegations contained in Paragraph 110 and on that basis deny them.

17 111. Defendants lack knowledge and information sufficient to form a belief as to the  
18 allegations contained in Paragraph 111 and on that basis deny them.

19 112. Defendants incorporate by reference their responses to Paragraphs 1-111.

20 113. Defendants lack knowledge and information sufficient to form a belief as to the  
21 allegations contained in Paragraph 113 and on that basis deny them.

22 114. Defendants lack knowledge and information sufficient to form a belief as to the  
23 allegations contained in Paragraph 114 and on that basis deny them.

24 115. On their own behalf, Defendants deny the allegations contained in Paragraph 115.  
25 With respect to the actions of Defendant Graph Foundation, Inc., Defendants lack knowledge and  
26 information sufficient to form a belief as to those allegations contained in Paragraph 115 and on  
27 that basis deny them.

1           116. On their own behalf, Defendants deny the allegations contained in Paragraph 116.  
2 With respect to the actions of Defendant Graph Foundation, Inc., Defendants lack knowledge and  
3 information sufficient to form a belief as to those allegations contained in Paragraph 116 and on  
4 that basis deny them.

5           117. Defendants lack knowledge and information sufficient to form a belief as to the  
6 allegations contained in Paragraph 117 and on that basis deny them.

7           118. Defendants incorporate by reference their responses to Paragraphs 1-117.

8           119. Defendants lack knowledge and information sufficient to form a belief as to the  
9 allegations contained in Paragraph 119 and on that basis deny them.

10          120. Defendants lack knowledge and information sufficient to form a belief as to the  
11 allegations contained in Paragraph 120 and on that basis deny them.

12          121. Defendants lack knowledge and information sufficient to form a belief as to the  
13 allegations contained in Paragraph 121 and on that basis deny them.

14          122. Defendants lack knowledge and information sufficient to form a belief as to the  
15 allegations contained in Paragraph 122 and on that basis deny them.

16          123. Defendants lack knowledge and information sufficient to form a belief as to the  
17 allegations contained in Paragraph 123 and on that basis deny them.

18          124. Defendants lack knowledge and information sufficient to form a belief as to the  
19 allegations contained in Paragraph 124 and on that basis deny them.

20          125. Defendants lack knowledge and information sufficient to form a belief as to the  
21 allegations contained in Paragraph 125 and on that basis deny them.

22          126. Defendants lack knowledge and information sufficient to form a belief as to the  
23 allegations contained in Paragraph 126 and on that basis deny them.

24          127. Defendants lack knowledge and information sufficient to form a belief as to the  
25 allegations contained in Paragraph 127 and on that basis deny them.

26          128. Defendants lack knowledge and information sufficient to form a belief as to the  
27 allegations contained in Paragraph 128 and on that basis deny them.  
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129. Defendants incorporate by reference their responses to Paragraphs 1-128.

130. No response is required as the Seventh Cause of Action has been dismissed with prejudice. To the extent a response is required, Defendants deny the allegations of paragraph 130.

131. No response is required as the Seventh Cause of Action has been dismissed with prejudice. To the extent a response is required, Defendants deny the allegations of paragraph 131.

132. No response is required as the Seventh Cause of Action has been dismissed with prejudice. To the extent a response is required, Defendants deny the allegations of paragraph 132.

133. No response is required as the Seventh Cause of Action has been dismissed with prejudice. To the extent a response is required, Defendants deny the allegations of paragraph 133.

134. No response is required as the Seventh Cause of Action has been dismissed with prejudice. To the extent a response is required, Defendants deny the allegations of paragraph 134.

135. No response is required as the Seventh Cause of Action has been dismissed with prejudice. To the extent a response is required, Defendants deny the allegations of paragraph 135.

136. No response is required as the Seventh Cause of Action has been dismissed with prejudice. To the extent a response is required, Defendants deny the allegations of paragraph 136.

## AFFIRMATIVE DEFENSES

1. The First Amended Complaint, and each cause of action therein, fails to state a claim against Defendants.

2. Plaintiffs are barred from obtaining relief under any of their claims because of their own unclean hands. Plaintiffs are attempting to improperly use a dual licensing practice having a commercial version controlled by Plaintiffs and an open source software licensed under a General Public License. Because the open source software is under a GPL or AGPL license, and has over 100 contributors, Plaintiffs may not be able to actually convert the GPL or AGPL license to proprietary software. Under a GPL or AGPL type license, contributors' efforts to modify the software cannot be taken away and turned into privately controlled software. Defendants are informed and believe that Plaintiffs only provide an object code version of the Neo4j software under a commercial license while the GPL and AGPL type license requires access to the source

1 code as well. Defendants are informed and believe that because Plaintiffs cannot lawfully operate  
2 a dual license model since the open source is based on GPL or AGPL, Plaintiffs resort to sharp  
3 and false practices with customers (lying about the difference between the commercial versions  
4 and the open source version) attempting to restrict partners from supporting the open source Neo4j  
5 version with unlawful restrictions and interfering in attempts to use open source Neo4j software.

6 The rights of open source users to use the software is shown by the FAQs at the GNU site:

7 If I only make copies of a GPL-covered program and run them, without distributing or  
8 conveying them to others, what does the license require of  
me?(#NoDistributionRequirements)

9 Nothing. The GPL does not place any conditions on this activity.

10 The same rules apply to modified versions of the open source code:

11 Does the GPL require that source code of modified versions be posted to the public?  
12 (#GPLRequireSourcePostedPublic)

13 The GPL does not require you to release your modified version, or any part of it. **You are**  
14 **free to make modifications and use them privately, without ever releasing them. This**  
15 **applies to organizations (including companies), too; an organization can make a**  
16 **modified version and use it internally without ever releasing it outside the**  
**organization.**

17 But *if* you release the modified version to the public in some way, the GPL requires you to  
18 make the modified source code available to the program's users, under the GPL.

19 Thus, the GPL gives permission to release the modified program in certain ways, and not  
in other ways; but the decision of whether to release it is up to you.

[Emphasis added]

20 As Plaintiffs have sought to threaten open source users improperly, they come to this court  
21 with unclean hands, and they should be barred from recovery.

## 22 PRAYER FOR RELIEF

23 WHEREFORE, Defendants pray for judgment as follows:

- 24 1. That the First Amended Complaint be dismissed with prejudice;
- 25 2. That Plaintiffs take nothing by their First Amended Complaint;
- 26 3. That the Court award Defendants' their recoverable costs and reasonable attorneys'
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1 fees as permitted by 17 U.S.C. section 1203(b)(5); and

2 4. For such other and further relief as the Court deems just and proper.

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5 Dated: November 30, 2020

SKAGGS FAUCETTE LLP

6 By: /s/Jeffrey E. Faucette  
Jeffrey E. Faucette

7 Attorneys for Defendants GRAPHGRID, INC. and  
8 ATOMRAIN INC.  
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1 **DEMAND FOR JURY TRIAL**

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3 Defendants GraphGrid, Inc. and AtomRain Inc., hereby demand a trial by jury.

4

5 Dated: November 30, 2020

SKAGGS FAUCETTE LLP

6 By: /s/Jeffrey E. Faucette

7 Jeffrey E. Faucette

8 Attorneys for Defendants GRAPHGRID, INC. and

9 ATOMRAIN INC.

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